

PORTER HEDGES LLP  
1000 Main, 36th Floor  
Houston, TX 77002  
Telephone: 713-226-6000  
John F. Higgins  
Thomas A. Woolley, III  
Whitney V. Ables

COVINGTON & BURLING LLP  
The New York Times Building  
620 Eighth Avenue  
New York, NY 10018  
Telephone: 212-841-1000  
Dianne F. Coffino  
Andrew A. Ruffino  
Andrea J. Gildea

DEBEVOISE & PLIMPTON LLP  
919 Third Avenue  
New York, NY 10022  
Telephone: 212-909-6000  
Lorna G. Schofield  
Erich O. Grosz  
Tricia B. Sherno

*Counsel to Defendants*  
*C. Bart de Jong and Edward Dineen*

*Counsel to Defendant*  
*Stephen I. Chazen*

*Counsel to Defendants Carol A. Anderson, James Bayer, Kevin R. Cadenhead, Susan Carter, T. Kevin DeNicola, Travis Engen, Rick Fontenot, Kerry A. Galvin, Morris Gelb, Paul S. Halata, Charles L. Hall, John A. Hollinshead, Danny W. Huff, David Lesar, David J.P. Meachin, Daniel Murphy, W. Norman Phillips, Jr., Dan F. Smith, William R. Spivey*

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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**In re:** : **Chapter 11**  
**LYONDELL CHEMICAL COMPANY, et al.,** : **Case No. 09-10023 (REG)**  
**Debtors.** : **Jointly Administered**  
:   
-----X  
**EDWARD S. WEISFELNER, AS LITIGATION** :  
**TRUSTEE OF THE LB LITIGATION TRUST,** : **Adv. Pro. No. 09-01375 (REG)**  
:   
**Plaintiff,** :   
:   
**v.** :   
**LEONARD BLAVATNIK, et al.,** : **NOTICE OF MOTION TO**  
: **WITHDRAW THE REFERENCE**  
:   
**Defendants.** : **ORAL ARGUMENT REQUESTED**  
-----X

**NOTICE OF THE LYONDELL DIRECTORS', OFFICERS' AND SUBSIDIARY  
DIRECTORS' MOTION TO WITHDRAW THE REFERENCE**

TO THE UNITED STATES DISTRICT COURT  
FOR THE SOUTHERN DISTRICT OF NEW YORK:

**PLEASE TAKE NOTICE** that the undersigned attorneys for Defendants Carol A. Anderson, James Bayer, Kevin R. Cadenhead, Susan Carter, Stephen I. Chazen, C. Bart de Jong,

T. Kevin DeNicola, Edward Dineen, Travis Engen, Rick Fontenot, Kerry A. Galvin, Morris Gelb, Paul S. Halata, Charles L. Hall, John A. Hollinshead, Danny W. Huff, David Lesar, David J.P. Meachin, Daniel Murphy, W. Norman Phillips, Jr., Dan F. Smith and William R. Spivey (the **“Lyondell D&O Defendants”**) respectfully move before the United States District Court for the Southern District of New York for entry of an order, pursuant to 28 U.S.C. § 157(d), Federal Rule of Bankruptcy Procedure 5011 and 5011-1 of the Local Rules of the Bankruptcy Court, withdrawing the reference of the above-captioned adversary proceeding to the Bankruptcy Court for the reasons set forth in the accompanying Memorandum of Law and exhibits thereto, which are hereby incorporated by reference.

**PLEASE TAKE FURTHER NOTICE** that the Lyondell D&O Defendants have made no prior request to this Court or to any other court for the relief requested by this Motion.

**WHEREFORE**, the Defendants respectfully request that the Court enter an order granting the relief requested herein, and such other and further relief as the Court deems just and appropriate.

Dated: New York, New York  
November 15, 2011

**PORTER HEDGES LLP**

By: /s/ John F. Higgins  
John F. Higgins  
Thomas A. Woolley, III  
Whitney V. Ables  
1000 Main, 36th Floor  
Houston, TX 77002  
Telephone: 713-226-6000  
Facsimile: 713-226-6248

*Counsel to Defendants Carol A. Anderson, James Bayer, Kevin R. Cadenhead, Susan Carter, T. Kevin DeNicola, Travis Engen, Rick Fontenot, Kerry A. Galvin, Morris Gelb, Paul S. Halata, Charles L. Hall, John A. Hollinshead, Danny W. Huff, David Lesar, David J.P. Meachin, Daniel Murphy, W. Norman Phillips, Jr., Dan F. Smith, William R. Spivey*

**COVINGTON & BURLING LLP**

By: /s/ Dianne F. Coffino  
Dianne F. Coffino  
Andrew A. Ruffino  
Andrea J. Gildea  
The New York Times Building  
620 Eighth Avenue  
New York, NY 10018  
Telephone: 212-841-1000  
Facsimile: 212-841-1010

*Counsel to Defendants  
C. Bart de Jong and Edward Dineen*

**DEBEVOISE & PLIMPTON LLP**

By: /s/ Lorna G. Schofield  
Lorna G. Schofield  
Erich O. Grosz  
Tricia B. Sherno  
919 Third Avenue  
New York, NY 10022  
Telephone: 212-909-6000  
Facsimile: 212-909-6836

*Counsel to Defendant  
Stephen I. Chazen*